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UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:

Chapter 11

RESIDENTIAL CAPITAL, LLC, et al.

Case No. 12-12020 (MG)

Debtor.

Jointly Administered

NOTICE OF APPEARANCE AND DEMAND FOR NOTICES AND PAPERS

Pursuant to Rules 2002 and 9010(b) of the Federal Rules of Bankruptcy Procedure and Section 1109(b) of title 11 of the United States Code, the following counsel enter their appearance on behalf of Bank of America, National Association; Banc of America Funding Corporation; Merrill Lynch, Pierce, Fenner & Smith Incorporated; Merrill Lynch Mortgage Lending, Inc.; and Merrill Lynch Mortgage Investors Inc. (collectively, the "Creditors") and request that all notices given or required to be given, and all papers served in these cases, be delivered to and served upon the following at their offices at the address set forth below, and that

All motions, pleadings, notices, applications and other papers should be served upon:

the following be added to the general matrix and all special or limited matrices in these matters.

Susan F. DiCicco, Esq. Morgan, Lewis & Bockius LLP 101 Park Avenue New York, NY 10178

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susan.dicicco@morganlewis.com

PLEASE TAKE FURTHER NOTICE that the foregoing request includes not only the notices and papers referred to in the Rules specified above but also includes, without limitation, notices of any application, complaint, demand, hearing, motion, order, petitions, plan of reorganization or disclosure statement, pleading or request, whether formal or informal, written

or oral, and whether transmitted or conveyed by mail, hand delivery, telephone, telegraph, telex or telefax or otherwise, filed with regard to the above case and proceedings therein.

PLEASE TAKE FURTHER NOTICE that neither this notice of appearance, pleading, claim, or suit shall waive any right of the Creditors, or any related entity: (1) to have final orders in non-core matters entered only after *de novo* review by a District Judge, (2) to trial by jury in any proceeding so triable in this case or any case, controversy, or proceeding related to this case, or (3) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal.

PLEASE TAKE FURTHER NOTICE that this Notice of Appearance and Demand for Notices and Papers is without prejudice to: (1) any and all rights, remedies, claims, actions, defenses, setoffs, or recoupments, in law or in equity, of the Creditors, or any entity related thereto, against the Debtors and any other entities either in this case or in any other action, all of which rights, remedies, claims, actions, defenses, setoffs and recoupments are expressly reserved, and (2) any objection which may be made to the jurisdiction of the Court, and shall not be deemed or construed to submit the Creditors, or any entity related thereto, to the jurisdiction of the Court.

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Dated: May 29, 2015

New York, New York

MORGAN, LEWIS & BOCKIUS LLP

By: /s/ Susan F. DiCicco

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Attorneys for the creditors Bank of America, National Association; Banc of America Funding Corporation; Merrill Lynch, Pierce, Fenner & Smith Incorporated;

Merrill Lynch Mortgage Lending, Inc.; and Merrill Lynch Mortgage Investors Inc.

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